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**ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III**

## OMB APPROVAL

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**Information Required of Brokers and Dealers Pursuant to Section 17 of the  
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder**REPORT FOR THE PERIOD BEGINNING 01/01/17 AND ENDING 12/31/17  
MM/DD/YY MM/DD/YY**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: FIS Brokerage &amp; Securities Services LLC

OFFICIAL USE ONLY

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

FIRM I.D. NO.

2100 Enterprise Ave

(No. and Street)

Geneva

IL

60134

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

KPMG LLP

(Name - if individual, state last, first, middle name)

200 E Randolph Street

Chicago

IL

60601

(Address)

(City)

(State)

(Zip Code)

**CHECK ONE:**

Certified Public Accountant



Public Accountant



Accountant not resident in United States or any of its possessions.

**FOR OFFICIAL USE ONLY**

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

SEC 1410 (06-02)

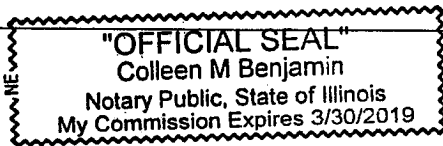
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## OATH OR AFFIRMATION

I, Jason M. Carver, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of FIS Brokerage & Securities Services LLC, as of February 26, 20 18, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:



Jason M. Carver  
Signature

Vice President, Finance

Title

Colleen M. Benjamin 2/26/18  
Notary Public

This report \*\* contains (check all applicable boxes):

- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☐ (c) Statement of Income (Loss).
- ☐ (d) Statement of Changes in Financial Condition.
- ☐ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- ☐ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☐ (g) Computation of Net Capital.
- ☐ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☐ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- ☐ (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☐ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report.
- ☒ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

# **FIS Brokerage & Securities Services LLC**

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**December 31, 2017**

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## **Financial Statements**

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KPMG LLP  
Aon Center  
Suite 5500  
200 East Randolph Drive  
Chicago, IL 60601-6436

## **Report of Independent Registered Public Accounting Firm**

The Board of Directors  
FIS Brokerage & Securities Services LLC:

### **Opinion on the Financial Statement**

We have audited the accompanying statement of financial condition of FIS Brokerage & Securities Services LLC (the Company) as of December 31, 2017, and the related notes (collectively, the financial statement). In our opinion, the financial statement presents fairly, in all material respects, the financial position of the Company as of December 31, 2017, in conformity with U.S. generally accepted accounting principles.

### *Basis for Opinion*

This financial statement is the responsibility of the Company's management. Our responsibility is to express an opinion on this financial statement based on our audit. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statement is free of material misstatement, whether due to error or fraud. Our audit included performing procedures to assess the risks of material misstatement of the financial statement, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statement. Our audit also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statement. We believe that our audit provides a reasonable basis for our opinion.

**KPMG LLP**

We have served as the Company's auditor since 2016.

Chicago, Illinois  
February 26, 2018

**FIS Brokerage & Securities Services LLC**  
**Statement of Financial Condition**  
**December 31, 2017**

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**Assets**

Cash and cash equivalents	\$ 40,123,746
Cash and securities segregated under federal regulations	257,818
Receivable from brokers and dealers	11,480,926
Furniture, equipment, software and leasehold improvements, at cost less accumulated depreciation and amortization of \$32,790,141	10,927,753
Receivable from affiliates	203,934
Accounts receivable, net of allowance of \$457,551	22,904,536
Deferred tax asset, net	3,891,020
Prepaid expenses and other assets	1,032,574
Total assets	<u>\$ 90,822,307</u>

**Liabilities and Member's Equity**

Payable to brokers and dealers	\$ 2,329,355
Payable to Parent and affiliates	3,867,307
Accrued compensation and benefits	3,541,026
Accounts payable, accrued expenses and other liabilities	8,115,061
Total liabilities	<u>\$ 17,852,749</u>

Member's equity	72,969,558
Total liabilities and member's equity	<u>\$ 90,822,307</u>

The accompanying notes are an integral part of the statement of financial condition

**FIS Brokerage & Securities Services LLC**  
**Notes to the Statement of Financial Condition**  
**December 31, 2017**

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**1. Organization and Nature of Business**

FIS Brokerage & Securities Services LLC (the "Company") is a registered broker-dealer in securities under the Securities and Exchange Act of 1934 and is a member of the Financial Industry Regulatory Authority ("FINRA"). The Company engages in the business of providing execution services for other broker-dealers and institutional customers using a proprietary algorithmic execution system. The Company also provides technology solutions to institutional entities seeking electronic means to communicate trade information messaging. The Company has entered into clearing agreements with multiple broker-dealers to process and clear all of the Company's securities transactions on a fully disclosed basis. The Company's sole member, FIS Investment Ventures LLC, is an indirect, wholly owned subsidiary of Fidelity National Information Services, Inc. ("FIS") ("Parent"). FIS Investment Ventures LLC receives the full allocation of net profits and losses of the Company.

**2. Summary of Significant Accounting Policies**

*a) Basis of Presentation*

The accompanying financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

*b) Use of estimates in the preparation of financial statements*

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

*c) Cash and Cash Equivalents*

The Company has defined cash equivalents as highly liquid investments, with original maturities of less than three months.

*d) Accounts Receivable & Reserve*

Accounts receivable are recorded at the invoiced amount. The Company maintains an allowance for doubtful accounts for estimated losses inherent in its accounts receivable portfolio. In establishing the required allowance, management considers historical losses adjusted to take into account current market conditions and the Company's customers' financial condition, the amount of receivables in dispute, and the current receivables aging and current payment patterns. The Company reviews its allowance for doubtful accounts monthly. Account balances are charged off against the allowance after all means of collection have been exhausted and the potential for recovery is considered remote.

*e) Translation of Foreign Currencies*

Assets and liabilities denominated in foreign currencies are translated at year-end rates of exchange determined by the year-end spot rate.

**FIS Brokerage & Securities Services LLC**  
**Notes to the Statement of Financial Condition**  
**December 31, 2017**

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*f) Furniture, equipment, software and leasehold improvements*

Furniture and equipment are depreciated using the straight-line method over their estimated useful lives.

Purchased software assets are amortized using the straight-line method over the lesser of their estimated useful lives or the remaining license term.

Leasehold improvements are amortized using the straight-line method over the lesser of the economic life of the improvement or the term of the lease.

As of December 31, 2017, remaining unamortized fixed assets consist primarily of computer equipment with original estimated useful lives of three to five years (see note 12).

*g) Income taxes*

Income taxes are accounted for under the asset and liability method as required in accordance with the provisions of Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 740, Income Taxes (ASC 740). Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing deferred tax assets or liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

The Company is included in the consolidated federal return and certain unitary state tax returns of the Parent. The Company computes its federal tax provision on a separate-company basis together with a portion of its state tax provision for certain states in which it files separately. In addition, the Company records expense allocations from the Parent for its share of state income tax expense attributable to its inclusion in the Parent's unitary state tax returns and the tax benefit on the difference between book compensation computed under FAS 123 R and compensation deductible in accordance with the tax law. These amounts and the separately computed federal tax provision described above are settled periodically with the Parent.

The Company elected to be classified as a corporation for federal income tax purposes pursuant to Treasury Regulation §301.7701-3. As such, the Company is included in the consolidated federal and certain unitary state income tax returns of the Parent as a corporation, even though its legal form is a limited liability company.

ASC 740 requires management to determine whether a tax position of the Company is more likely than not to be sustained upon examination by the applicable taxing authority, including resolution of any related appeals or litigation processes, based on the technical merits of the position. The tax benefit to be recognized is measured as the largest amount of benefit that is greater than fifty percent likely of being realized upon ultimate settlement, which could result in the Company recording a tax liability. As of December 31, 2017, the Company had unrecognized tax benefits, net of federal benefits of approximately \$650,000, which if recognized, would favorably affect the effective tax rate. In addition, the Company has recorded accrued interest, net of federal benefits of \$438,935.

**FIS Brokerage & Securities Services LLC**  
**Notes to the Statement of Financial Condition**  
**December 31, 2017**

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The Company adjusted its deferred tax asset by \$2,794,290 deferred tax assets with the signing of H.R.1 – Tax Cuts and Jobs Act in December 2017.

Under the tax sharing agreement, liabilities for unrecognized tax benefits in jurisdictions where consolidated federal income tax or unitary state income tax returns are filed by FIS are retained at the Parent company level.

Tax years after 2013 remain open for examination by the Internal Revenue Service. Tax years after 2007 remain open by various state and local jurisdictions. The Company anticipates that it is reasonably possible that between \$0 and \$650,000 of unrecognized tax benefits may be resolved within the next 12 months.

*h) Fair value measurements*

Money market mutual funds are carried at market value based on the reported net asset value per share of the respective fund, which are Level 1 inputs pursuant to ASC 820, *Fair Value Measurements and Disclosures* (ASC 820). At December 31, 2017, the Company had an investment in a money market fund of \$1,101,613 included in cash and cash equivalents on the statement of financial condition.

The Company had no Level 2 or Level 3 financial instruments at December 31, 2017. There were no transfers between Level 2 and 3 during the year ended December 31, 2017.

**3. New Accounting Pronouncements**

*a) Restricted Cash*

On November 17, 2016, the FASB issued Accounting Standards Update No. 2016-18, *Statement of Cash Flows (Topic 230): Restricted Cash*, a consensus of the FASB's Emerging Issues Task Force (the "Task Force"). The new standard requires that the statement of cash flows explain the change during the period in the total of cash, cash equivalents, and amounts generally described as restricted cash or restricted cash equivalents. Entities will also be required to reconcile such total to amounts on the balance sheet and disclose the nature of the restrictions. The effective date of this standard was January 1, 2017 and the adoption of this standard has not had a material impact on the Company's statement of financial condition.

*b) Revenue from Contracts with Customers*

In May 2014, the FASB issued ASU 2014-09. The update provides a five-step revenue recognition model for all revenue arising from contracts with customers and affects all entities that enter into contracts to provide goods or services to their customers (unless the contracts are in the scope of other standards). The standard also updates the accounting for certain costs associated with obtaining and fulfilling a customer contract. In addition, the standard requires disclosure of quantitative and qualitative information that enables users of financial statements to understand the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The standard is effective for interim and annual periods beginning after December 15, 2017 and early adoption is prohibited. The standard may be applied retrospectively for all periods presented or retrospectively with a cumulative-effect adjustment at the date of adoption. The adoption of this standard will not have a material impact on the Company's financial condition.



# **FIS Brokerage & Securities Services LLC**

## **Notes to the Statement of Financial Condition**

### **December 31, 2017**

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#### *c) Financial Instruments-Credit Losses*

In June 2016, the FASB issued ASU No. 2016-13 Accounting for Financials Instruments-Credit Losses Measurement on Financial Instruments updated the accounting standards related to recognizing credit losses. The amendments in this update require a financial asset measured at amortized cost basis to be presented at the net carrying amount to be collected. The standard is effective for fiscal years beginning after December 15, 2019. The company is currently evaluating the impact of the standard on its financial condition.

#### *d) Leases (Topic 842)*

In February 2016, the FASB issued ASU No. 2016-02 Accounting for Leases (Topic 842) updated the accounting standards related to lease account. The amendments in this update were issued to increase transparency and comparability among organizations by recognizing lease assets and lease liabilities on the balance sheet and disclosing key information about leasing arrangements. The standard is effective for fiscal years beginning after December 15, 2018. The company is currently evaluating the impact of the standard on its financial condition.

#### **4. Cash and Cash Equivalents**

At December 31, 2017, cash and cash equivalents consists of cash in bank accounts of \$39,022,133 and \$1,101,613 in a money market fund, which is at fair value and is considered a level 1 measurement

#### **5. Cash and securities segregated under federal regulations**

At December 31, 2017, the Company had cash of \$257,818 segregated in a special reserve bank account for the exclusive benefit of customers pursuant to Rule 15c3-3 of the Securities and Exchange Commission which approximates fair value.

#### **6. Employee Compensation and Benefits**

##### **Equity Incentive Plans**

Under the Parent's time-based and performance-based equity incentive plans, awards, or options to purchase shares of stock may be granted to key employees. Time-based options are subject to a three-year to five-year vesting schedule depending upon the terms of the individual award. Performance-based options vest upon attainment of certain annual and cumulative earnings goals. Both time-based and performance-based options are granted for a ten-year term.

##### **Retirement Plan**

The Company participates in the Parent's 401(k) defined contribution Plan (the "Plan") covering substantially all Company employees. The Plan provides that contributions by Company employees are matched with cash contributions by the Company subject to certain limitations including a limitation on the Company's contribution to 50% of the first 6% of the employee's contribution.

##### **Employee Stock Purchase Plan**

The Company participates in the Parent's Employee Stock Purchase Program ("ESPP") covering substantially all Company employees. The ESPP provides that contributions by Company employees are matched with cash contributions by the Company subject to certain limitations

**FIS Brokerage & Securities Services LLC**  
**Notes to the Statement of Financial Condition**  
**December 31, 2017**

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including a one-year vesting and a limitation on the Company's contribution to 25% of the of the employee's contribution.

**7. Income Taxes**

As of December 31, 2017, the Company had a long term Federal and state deferred tax asset of \$3,891,020. The significant component of the net deferred tax asset relates primarily to identifiable intangible assets. The Company has concluded that it is more likely than not that the deferred tax asset will be realized and, therefore, no valuation allowance is required.

As of December 31, 2017, the Company had an income tax payable to the Parent and state and local tax authorities of \$103,892 included in Payable to Parent and affiliates on the statement of financial condition.

**8. Regulatory Requirements**

The Company is subject to the SEC Uniform Net Capital Rule 15c3-1 which requires the maintenance of minimum net capital. The Company has elected to use the alternative method, permitted by the rule, which requires that it maintains minimum net capital, equal to the greater of \$250,000 or 2% of aggregate debit balances, as defined. At December 31, 2017, the Company had net capital of \$33,939,613, which exceeded its minimum requirement of \$250,000 by \$33,689,613. The rule of applicable exchange also provides that equity capital may not be withdrawn or cash dividends paid if the resulting net capital ratio would exceed 10 to 1.

The Company claims exemption from SEC rule 15c3-3 under provision (k)(2)(ii).

**9. Commitments and Contingencies**

The Company leases office space under lease agreements expiring in 2017. Certain leases contain provision for rent escalation. At December 31, 2017, the future minimum lease commitments are \$2,870,549.

2018	\$	551,600
2019		562,632
2020		573,885
2021		585,362
2022		597,070
	\$	<u>2,870,549</u>

The accounting guidance for guarantees requires the disclosure of representations and warranties which the Company enters into and which may provide general indemnifications to others. The Company in its normal course of business may enter into contracts that contain such representations and warranties. The Company's maximum exposure under these arrangements is unknown, as this would involve future claims that may be made against the Company that have not yet occurred. However, the Company believes the risk of loss related to these arrangements is remote.

**FIS Brokerage & Securities Services LLC**  
**Notes to the Statement of Financial Condition**  
**December 31, 2017**

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**10. Financial Instruments with Off-Balance Sheet Risk and Market Risk**

The Company clears all of its customers' securities transactions through clearing brokers on a fully disclosed basis. Pursuant to the terms of the agreements between the Company and the clearing brokers, the clearing brokers have the right to charge the Company for losses that result from its customers' failure to fulfill their contractual obligations.

The Company has agreed to indemnify its clearing brokers for losses that the clearing brokers may sustain from the customer accounts introduced by the Company. Customer transactions generally settle three business days after the trade date. If a customer does not complete the purchase or sale transaction, subsequent market fluctuation may require the Company to sell or purchase securities at prices that may differ from the original trade price. The Company is unable to determine the maximum exposure related to this indemnification.

In addition, the Company has the right to pursue collection or performance from customers and other counterparties who do not perform under their contractual obligations.

The Company maintains deposits at a bank in excess of federally insured limits.

**11. Related Party Transactions**

At December 31, 2017, the amount payable to Parent and affiliates represent such amounts payable by the Company and receivables from affiliates represent amounts due to the Company.

The Company pays administrative fees to FIS and to an affiliate of the Parent.

The Company also reimburses the Parent and affiliates of the Parent for medical and dental insurance premiums, professional services and other expenses paid on its behalf.

The Company reimburses affiliates for rent paid on its behalf for certain of its New York, Jersey City, Lombard and Connecticut offices.

The Company pays various affiliates for services for securities transaction processing, data storage and communications.

State business minimum tax payments made by the Parent or affiliates that related to the Company's activities in a number of states are allocated to the Company and reported as other expense on the statement of income.

**12. Furniture, equipment, software and leasehold improvements**

At December 31, 2017 furniture, equipment, software and leasehold improvements included the following:

**FIS Brokerage & Securities Services LLC**  
**Notes to the Statement of Financial Condition**  
**December 31, 2017**

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Equipment	\$ 21,205,351
Software	20,514,712
Furniture and fixtures	1,017,554
Leasehold improvements	980,277
	<u>43,717,894</u>
Accumulated depreciation and amortization	<u>(32,790,141)</u>
	<u>\$ 10,927,753</u>

**13. Subsequent Events**

On February 2, 2018, the Company paid cash distribution of \$4,750,000 to FIS Investment Ventures LLC.

On February 5, 2018, the Company received permission from the SEC to compute the Company's net capital under aggregate indebtedness standard of paragraph (a)(1)(i) of Rule 15c3-1 under the Securities Exchange Act of 1934 (17 CFR 240.15c3-1) instead of under the alternative standard of paragraph (a)(1)(ii) of rule 15c3-1. On February 15, 2018, the Company closed its special reserve bank account for the exclusive benefit of customers and moved the remaining funds into its operating cash account.

Management has evaluated all subsequent transactions and events after the date of the statement of financial condition through February 26, 2018, the date the financial statements were available to be issued and, except as disclosed herein, has determined that no additional items require disclosure.